

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

ARCHE MASTER FUND, L.P.,

Plaintiff,

v.

XE-R, LLC,

Defendant.

ECF Case

Civil Action No. 07-CV-2993  
(TBG)(AJP)

**DECLARATION OF  
KEVIN S. REED**

KEVIN S. REED hereby declares as follows:

1. I am a member of the bar of this Court and of the law firm of Quinn Emanuel Urquhart Oliver & Hedges, LLP, attorneys for the Plaintiff herein. I make this Declaration in support of Plaintiff's Opposition to Defendant's Motion for Summary Judgment, dated June 19, 2007. The following statements are based on my personal knowledge.

2. Attached hereto as Exhibit A is a copy of MCC's Amended Cross-Complaint in Case No. 07-CC-1223 (Calif. Sup. Ct.).

3. Attached hereto as Exhibit B is a copy of the preliminary injunction order dated April 30, 2007 in Case No. 07-CC-1223 (Calif Sup. Ct.).

4. Attached hereto as Exhibit C is a copy of the preliminary injunction order dated October 30, 2006 in Case No. 06-603579 (N.Y. Sup.).

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed in New York, New York on the 19th day of June 2007.



Kevin S. Reed